

MINUTES OF
THE RHODE ISLAND INDUSTRIAL – RECREATIONAL BUILDING AUTHORITY

October 28, 2011 (#464)

PUBLIC SESSION

A monthly meeting of the Board of Directors (the “Board”) of the **RHODE ISLAND INDUSTRIAL – RECREATIONAL BUILDING AUTHORITY** (the “Authority”) was held in public session and executive session at the offices of the Rhode Island Economic Development Corporation, 315 Iron Horse Way, Suite 101, Providence, Rhode Island on October 28, 2011 at approximately 8:30 a.m., pursuant to notice of the meeting to all Directors, and public notice of the meeting as required by Rhode Island General Law 42-46-6.

PRESENT: Frank R. Benell, Chairperson
 Frances H. Gammell-Roach, Vice Chairperson
 Michael S. Imbruglia, Member

ABSENT: NONE

ALSO PRESENT: Sean W. Esten, Financial Portfolio Manager
 Steven R. Noack, Financial Portfolio Manager
 Susan Morgan, Manager of the Authority
 Stacy Farrell, Assistant Manager of the Authority
 Tom Moses, Esquire, Moses & Afonso, Ltd.

Chairman Benell presided over the meeting.

1. Call to Order.

Mr. Benell called the meeting to order at 8:37 a.m.

2. Approval of the Public Session Minutes of the Meeting Held on September 23, 2011

Mr. Benell presented the Public Session Minutes of the meeting held on September 23, 2011. A motion was duly made by Mrs. Gammell-Roach, was seconded by Mr. Imbruglia and was unanimously carried to accept the Public Session Minutes, as presented. A roll call vote was taken:

Mr. Benell – aye
Mr. Imbruglia– aye
Mrs. Gammell-Roach – aye

3. Review and Acceptance of the Internally Prepared Financial Statements for the Period Ending September 30, 2011.

Mrs. Morgan asked if there were any question regarding the financial statements. She indicated that the expenses are front loaded and include a payment for the audit which just took place. She indicated that the Authority was showing a profit to date. There was some discussion regarding the rate structure. Staff confirmed that most deals to date had a 1% annual bond fee. Mr. Esten felt that the fee should be adjusted according to the risk in the deal. He indicated that a rate of up to 3% could be charged. Staff was asked to discuss the rating system and bring a procedure for assessing the fee rate before the board at a later date. There being no further discussion, a motion was duly made by Mr. Imbruglia, was seconded by Mrs. Gammell-Roach, and was unanimously carried to accept the internally prepared financial statements for the period ended September 30, 2011 (Exhibit A). A roll call vote was taken:

Mr. Benell – aye

Mr. Imbruglia– aye

Mrs. Gammell-Roach – aye

4. Review and Acceptance of the Recommended FY 2013 Budget

Mrs. Morgan asked if there were any question regarding the Fiscal Year 2013 Budget. She indicated that the income was conservative and could certainly end up higher should additional bond deals close, and if the fee for some of these does in fact increase to up to 3% as just discussed. There being no further discussion, a motion was duly made by Mr. Imbruglia, was seconded by Mrs. Gammell-Roach, and was unanimously carried to accept the recommended FY 2013 Budget (Exhibit B) as presented. A roll call vote was taken:

Mr. Benell – aye

Mr. Imbruglia– aye

Mrs. Gammell-Roach – aye

Authority staff confirmed that there were no other matters to be discussed during this portion of the public meeting.

5. Executive Session

Mr. Benell suggested that the Board move into executive session. Upon motion duly made by Mr. Imbruglia and seconded by Mrs. Gammell-Roach, the motion to move the meeting into executive session pursuant to Rhode Island Open Meetings Law 42-46-5(a)(2), 42-46-5(a)(5), 42-46-5(a)(6) and 42-46-5(a)(7) of the General Laws of the State of Rhode Island, as amended, was duly adopted. A roll call vote was taken:

Mr. Benell – aye

Mr. Imbruglia– aye

Mrs. Gammell-Roach – aye

Public session concluded and executive session began at 8:47 a.m.

6. Executive Session Vote Ratification

The meeting was reconvened from Executive Session to Public Session at 9:17 a.m. Mr. Moses presented the following summary of the motions presented and adopted by the Board in Executive Session:

- (a) **RESOLVED** that the Board hereby tabled the credit presented for Isis Biopolymer, Inc. for the issuance by the Authority of up to \$1.25 million, taxable industrial revenue bonds, subject to additional information.

7. Other Business/Adjournment.

There being no further business to come before the Board, upon motion duly made by Mr. Imbruglia, was seconded by Mrs. Gammell-Roach, the Board unanimously voted to adjourn the meeting. A roll call vote followed:

Mr. Benell – aye
Mr. Imbruglia– aye
Mrs. Gammell-Roach – aye

The meeting was adjourned at 9:18 a.m.

Respectfully submitted,

/s/ Stacy Farrell
Stacy Farrell, Assistant Manager